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10243-D

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD\*  
CHARLES T. KAPPLER  
JOHN H. DOYLE\*  
RICHARD N. BAGENSTOS  
JAMES C. MARTIN, JR.\*

\* ALSO ADMITTED IN NEW YORK  
\* ALSO ADMITTED IN MARYLAND

LAW OFFICES  
**ALVORD AND ALVORD**

200 WORLD CENTER BUILDING

918 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20006-2973

(202) 393-2288

OF COUNSEL  
URBAN A. LESTER

CABLE ADDRESS  
"ALVORD"

TELEX  
440367 A AND A

TELEFAX  
(202) 393-2156

RECORDATION NO 10243-2 FILED 1425

JUN 26 1989 - 10 20 AM

June 23, 1989

9-177A001

INTERSTATE COMMERCE COMMISSION

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two copies of a Termination Agreement and Release dated as of May 1, 1989, a secondary document as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.1.

The enclosed document relates to a Lease Agreement - Number 3 dated as of October 27, 1978, which was filed and recorded on April 2, 1979 under Recordation Number 10243.

The names and addresses of the parties to the enclosed document are:

Columbus & Greenville Railway Company  
P.O. Box 6000  
Columbus, Mississippi 39701

Emons Industries, Inc.  
96 South George Street  
York, Pennsylvania

A description of the railroad equipment covered by the enclosed document relating to the foregoing Lease is:

One hundred (100) boxcars bearing road numbers CAGY 22200 through CAGY 22299, both inclusive.

Also enclosed is a check in the amount of \$13 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

JUN 26 10 12 AM '89  
MOTOR OPERATING UNIT

*C. T. Kappler*  
*C. Alvord*

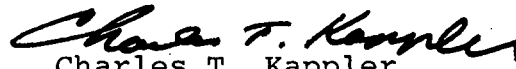
Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
June 26, 1989  
Page Two

Kindly return a stamped copy of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Termination Agreement and Release dated as of May 1, 1989 executed by Emons Industries, Inc. and Columbus & Greenville Railway Company covering 100 boxcars bearing road numbers CAGY 22200 - 22299, both inclusive.

Very truly yours,

  
Charles T. Kappler

Enclosures

TERMINATION AGREEMENT AND RELEASE

RECORDATION NO. 10243-2  
JUN 26 1989 - 10 20 AM  
FILED 145  
INTERSTATE COMMERCE COMMISSION

WHEREAS, EMONS INDUSTRIES, INC., a New York corporation ("Lessor") with an office at 96 South George Street, York, Pennsylvania and COLUMBUS & GREENVILLE RAILWAY COMPANY, a Mississippi corporation ("Lessee") are parties to a Lease Agreement - Number 1 (the "First Lease") dated as of October 27, 1978, covering one hundred (100) boxcars bearing road numbers CAGY-22000 through CAGY-22099, which First Lease was filed with the Interstate Commerce Commission (the "ICC") on April 9, 1979 under Recordation No. 10271;

WHEREAS, Lessor and Lessee are parties to a Lease Agreement - Number 2 (the "Second Lease") dated as of October 27, 1978, covering one hundred (100) boxcars bearing road numbers CAGY-22100 through CAGY-22199, which Second Lease was filed with the ICC on April 9, 1979 under Recordation No. 10271-A;

WHEREAS, Lessor and Lessee are parties to a Lease Agreement - Number 3 (the "Third Lease") dated as of October 27, 1978, covering one hundred (100) boxcars bearing road numbers CAGY-22200 through CAGY-22299, which Third Lease was filed with the ICC on April 2, 1979 under Recordation No. 10243;

WHEREAS, Lessor and Lessee are parties to a Lease Agreement - Number 4 (the "Fourth Lease") dated as of October 27, 1978, covering one hundred (100) boxcars bearing road numbers CAGY-22300 through CAGY-22399, which Fourth Lease was filed with the ICC on April 9, 1979 under Recordation No. 10271-B;

WHEREAS, Lessor and Lessee desire to ratify and record the prior termination of the First Lease, the Second Lease, the Third

Lease and the Fourth Lease (collectively the "Leases") and to release the liens created pursuant thereto.

NOW, THEREFORE, in consideration of the mutual covenants contained herein and for other valuable consideration, the receipt of which is hereby acknowledged, the parties hereto agree:

1. Termination. The Leases are terminated and the Cars are released from the liens, assignment and security interest created thereunder.

2. Filing. The parties consent to the filing of this Termination and Release and any other necessary documents with the Interstate Commerce Commission (and, if necessary, with any other regulatory or governmental entity) to effect a release of all liens of record existing against the Cars.

3. Counterparts. This Agreement may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which when so executed shall be deemed to be an original and all of which when taken together shall constitute one and the same agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of this 1st day of May, 1989.

WITNESS:

By: Franklin D. Bennett

COLUMBUS & GREENVILLE RAILWAY  
COMPANY

By: H. Lynn Gibson

Title: V.P. - TREASURER / C.F.O.

WITNESS:

By: Horace M. Yatchew

EMONS INDUSTRIES, INC

By: James W. White

Title: Controller

STATE OF Mississippi)  
COUNTY OF Leflore) ss.

On this 21<sup>st</sup> day of June, 1989, before me personally appeared, W. Lynas Gibson, to me personally known, who being by me duly sworn, says that (s)he is the V.P. Treasurer of COLUMBUS & GREENVILLE RAILWAY COMPANY, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sworn to and Subscribed  
before me this 21 day of  
June, 1989.

Dorothy D. Dale  
Notary Public

STATE OF Pennsylvania)  
COUNTY OF York) ss.

On this 18<sup>th</sup> day of May, 1989, before me personally appeared, Joseph W. Wilks, to me personally known, who being by me duly sworn, says that he is the Controller of EMONS INDUSTRIES, INC., that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sworn to and Subscribed  
before me this 18<sup>th</sup> day of  
May, 1989.

Annmarie Wileczek  
Notary Public

